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Commonwealth Land Title
Insurance Company

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF NEW JERSEY

WALSH SECURITIES, INC.,

Plaintiff,

v.

CRISTO PROPERTY MANAGEMENT,
LTD., a/k/a G.J.L. LIMITED, et al.,

Defendants.

Civil Action No. 97-cv-3496 (DRD)(MAS)

Hon. Dickinson R. Debevoise, U.S.D.J.
Hon. Michael A. Shipp, U.S.M.J.

**CERTIFICATION OF SARA F. MERIN IN
SUPPORT OF DEFENDANT
COMMONWEALTH LAND TITLE
INSURANCE COMPANY'S
SUPPLEMENTAL STATEMENT OF
DISPUTED MATERIAL FACTS FILED
PURSUANT TO LOCAL CIVIL RULE 56.1**

SARA F. MERIN, of full age, certifies as follows:

1. I am an attorney at law of the State of New Jersey and am associated with the law firm of McCarter & English, LLP, attorneys for Defendant Commonwealth Land Title Insurance Company ("Commonwealth") in this matter. As such, I am familiar with the facts of this matter and base this Certification upon personal knowledge.

2. Attached hereto as Exhibit A is a true and accurate copy of three "lulling letters" from Walsh Securities, Inc. ("WSI") dated July 3, 10, and 24, 1997.

3. Attached hereto as Exhibit B is a true and accurate copy of Form S-4, Resource Bancshares Mortgage Group Inc. – RBMG (June 13, 1997).

4. Attached hereto as Exhibit C is a true and accurate copy of relevant excerpts from

the June 11 and 21, 2010 deposition of Elizabeth Ann DeMola.

5. Attached hereto as Exhibit D is a true and accurate copy of the Transcript of Plea Hearing, *United States v. DeMola*, No. 02-448 (September 9, 2005).

6. Attached hereto as Exhibit E is a true and accurate copy of the WSI's Proof of Loss provided to its fidelity insurer (April 3, 1998).

7. Attached hereto as Exhibit F is a true and accurate copy of relevant excerpts from the October 5, 2011 deposition of William Kane.

8. Attached hereto as Exhibit G is a true and accurate copy of the Transcript of Proceedings, *United States v. King & O'Neill* (October 29, 1999).

9. Attached hereto as Exhibit H is a true and accurate copy of relevant excerpts from the April 19 and May 4, 2007 deposition of William Kane.

10. Attached hereto as Exhibit I is a true and accurate copy of relevant excerpts from the April 9 and 23, 2010 and September 30, 2011 deposition of Robert Walsh.

11. Attached hereto as Exhibit J is a true and accurate copy of relevant excerpts from the May 25, 2010 deposition of Robert Skowrenski.

12. Attached hereto as Exhibit K is a true and accurate copy of relevant excerpts from the December 20, 2007 deposition of Kellie O'Neill.

13. Attached hereto as Exhibit L is a true and accurate copy of relevant excerpts from the January 3 and May 1, 2007 deposition of Richard DiBenedetto.

14. Attached hereto as Exhibit M is a true and accurate copy of relevant excerpts from the August 4, 2010 deposition of Richard Pepsny.

15. Attached hereto as Exhibit N is a true and accurate copy of the Transcript of Proceedings, *United States v. DiBenedetto*, No. 98-427 (December 2, 1998).

16. Attached hereto as Exhibit O is a true and accurate copy of relevant excerpts from the January 17, 2007 deposition of Anthony D'Apolito.

17. Attached hereto as Exhibit P is a true and accurate copy of relevant excerpts from the March 23, 2010 deposition of Kellie O'Neill.

18. Attached hereto as Exhibit Q is a true and accurate copy of relevant excerpts from the January 16, 2007 deposition of Gary D. Greiser.

19. Attached hereto as Exhibit R is a true and accurate copy of relevant excerpts from the September 12, 2003 Motion, hearing in *United States v. DeMola*, No. 02-508.

20. Attached hereto as Exhibit S is a true and accurate copy of a January 31, 1997 letter from Don Lawson of Greenwich Capital Markets, Inc. to James Walsh and Arnold Cohn of Walsh Securities, Inc.

21. Attached hereto as Exhibit T is a true and accurate copy of relevant excerpts from the January 2 and 22, 2007 deposition of Richard Calanni.

22. Attached hereto as Exhibit U is a true and accurate copy of a January 31, 1997 Walsh Securities, Inc. Quality Control Memorandum.

23. Attached hereto as Exhibit V is a true and accurate copy of relevant excerpts from the September 24, 2011 deposition of Peter Trebour.

24. Attached hereto as Exhibit W is a true and accurate copy of a Walsh Holding Co., Inc. Stock Certificate of Elizabeth Ann DeMola, dated April 30, 1996.

25. Attached hereto as Exhibit X is a true and accurate copy of the April 18, 1997 Noncompete and Confidentiality Agreement Between RBMG and Elizabeth Ann DeMola.

26. Attached hereto as Exhibit Y is a true and accurate copy of relevant excerpts from the March 24, 1999 deposition of Robert Walsh, *Cityscape Corp. v. Walsh Securities, Inc.*, S.D.N.Y. Docket No. 98-cv-223.

27. Attached hereto as Exhibit Z is a true and accurate copy of relevant excerpts from the September 17, 2010 deposition of Anthony D'Apolito.

28. Attached hereto as Exhibit AA is a true and accurate copy of relevant excerpts from the September 29, 2010 deposition of Anthony M. Cicalese.

29. Attached hereto as Exhibit BB is a true and accurate copy of the Transcript of Plea Hearing, *United States v. D'Apolito* (December 23, 1998).

30. Attached hereto as Exhibit CC is a true and accurate copy of relevant excerpts from the September 24, 2011 deposition of Paul Del Rosso.

31. Attached hereto as Exhibit DD is a true and accurate copy of relevant excerpts from the April 24, 2007 deposition of Thomas Brodo.

32. Attached hereto as Exhibit EE is a true and accurate copy of the federal Indictment of Elizabeth Ann DeMola.

33. Attached hereto as Exhibit FF is a true and accurate copy of an October 9, 1997 document entitled "Walsh Securities, Inc.: Results of Operational Review" by AGS Financial.

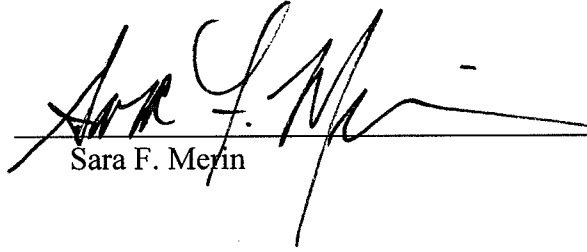
34. Attached hereto as Exhibit GG is a true and accurate copy of the April 25, 1997 HUD-1 Uniform Settlement Statement, Loan No. 625402 to Cruz and Julio Crespo for property located at 206 Sherman Street, Perth Amboy, NJ.

35. Attached hereto as Exhibit HH is a true and accurate copy of a July 28, 1997 letter from Jeffrey M. Goodman of Latham & Watkins to Commonwealth Land Title Insurance Co.

36. Attached hereto as Exhibit II is a true and accurate copy of a September 29, 1997 letter from David R. Kott of McCarter & English to Fred Schlesinger of Walsh Securities, Inc.

37. Attached here to as Exhibit JJ is a true and accurate copy of the Plea Transcript, *United States v. Kane* (June 14, 2002).

I certify that the foregoing statements made by me are true. I am aware that if any of the foregoing statements made by me are willfully false, I may be subject to punishment.



Sara F. Merin

Dated: December 23, 2011